

IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

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|---|---|----------------------------------|
| BRIAN RINES, On Behalf of Himself and All | § | Civil Action No. 3:07-cv-01468-K |
| Others Similarly Situated, | § | (Consolidated) |
| | § | |
| Plaintiff, | § | <u>CLASS ACTION</u> |
| | § | |
| vs. | § | |
| | § | |
| HEELYS, INC., et al., | § | |
| | § | |
| Defendants. | § | |
| | § | |
| _____ | § | |

ORDER AWARDING PLAINTIFFS' COUNSEL ATTORNEYS' FEES AND EXPENSES

THIS MATTER having come before the Court on November 17, 2009, on the motion of Lead Plaintiffs for an award of attorneys' fees and expenses incurred in this Litigation, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this action to be fair, reasonable, and adequate and otherwise being fully informed in the premises and good cause appearing therefor;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement dated July 20, 2009 (the "Stipulation").

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Class who have not timely and validly requested exclusion.

3. The Court hereby awards Plaintiffs' Lead Counsel attorneys' fees of 30% of the Settlement Fund, and litigation expenses in the amount of \$223,971.42, together with the interest earned thereon for the same time period and at the same rate as that earned on the Settlement Fund until paid. Said fees and expenses shall be allocated among Plaintiffs' Counsel in a manner which, in Plaintiffs' Co-Lead Counsel's good faith judgment, reflects each such Plaintiffs' Counsel's contribution to the institution, prosecution, and resolution of the Litigation.

4. The awarded attorneys' fees and expenses shall be paid to Plaintiffs' Co-Lead Counsel immediately after the date this Order is executed subject to the terms, conditions, and obligations of the Stipulation and in particular ¶6.2 thereof, which terms, conditions, and obligations are incorporated herein.

IT IS SO ORDERED.

DATED: November 17th, 2009

A handwritten signature in cursive script, reading "Ed Kinkeade".

ED KINKEADE
UNITED STATES DISTRICT JUDGE